

**ENTERED**

July 15, 2025

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

RUNITONETIME LLC, *et al.*,Debtors.<sup>1</sup>

x

:

Chapter 11

:

Case No. 25-90191 (ARP)

:

(Jointly Administered)

:

x

**ORDER AUTHORIZING PAYMENT OF PREPETITION TAXES AND FEES**  
**[RELATES TO DOCKET NO. 4]**

Upon the emergency motion (the “*Motion*”)<sup>2</sup> of the Debtors for an order (this “*Order*”)

(a) authorizing, but not directing, the Debtors to pay certain prepetition Taxes and Fees owing to the Taxing and Regulatory Authorities and (b) granting related relief, all as more fully set forth in the Motion; and the Court having reviewed the Motion and the First Day Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and all objections, if any, to the Motion having been withdrawn, resolved, or overruled; and the Court having

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<sup>1</sup> A complete list of the Debtors in the Chapter 11 Cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://restructuring.ra.kroll.com/RunItOneTime/>. The Debtors’ mailing address is 12530 NE 144th Street, Kirkland, Washington 98304.

<sup>2</sup> Capitalized terms used but not defined herein have the meanings given to them in the Motion.

determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest, it is hereby

**ORDERED, ADJUDGED AND DECREED THAT:**

1. The Debtors are authorized, but not directed, to (a) remit and pay (or use tax credits to offset) to the Taxing and Regulatory Authorities (regardless of a Taxing or Regulatory Authority's inclusion on Exhibit A hereto) all amounts owed on account of the Taxes and Fees for the period prior to the Petition Date, and (b) remit and pay (or use tax credits to offset) to the Taxing and Regulatory Authorities all amounts owed on account of the Taxes and Fees that arise or accrue in the ordinary course of business on a postpetition basis, in each case, solely to the extent that such Taxes and Fees become payable in accordance with applicable law.

2. The Debtors are authorized, but not directed, to add or remove any Taxing and Regulatory Authorities listed on Exhibit A attached hereto, to the extent that the Debtors subsequently identify any additional governmental or quasi-governmental entities to which the Debtors owe Taxes and Fees. To the extent that the Debtors have overpaid any Taxes and Fees, the Debtors are authorized to seek a refund or credit.

3. Nothing in this Order authorizes the Debtors to accelerate payments for any Taxes and Fees not otherwise due.

4. Nothing in this Order shall be construed as authorizing the Debtors to pay any amounts on account of Past-Due Taxes.

5. Prior to making a payment to any of the Taxing and Regulatory Authorities, the Debtors are authorized, but not directed to settle some or all of the Taxes and Fees for less than their face amount with the consent of the Required DIP Lenders (as defined in the DIP Term

Sheet)<sup>3</sup> without further notice or hearing. Such relief will be without prejudice to the Debtors' rights to contest the amounts of any Taxes and Fees on any grounds they deem appropriate or the Debtors' ability to request further relief related to the Taxes and Fees in the future.

6. The Debtors' banks and financial institutions are authorized to receive, process, honor, and pay all checks, drafts, electronic fund transfers, or other forms of payment drawn or issued on the Debtors' bank accounts before the Petition Date for the Taxes and Fees that have not been honored and paid as of the Petition Date (or to reissue checks, drafts, electronic fund transfers, or other forms of payment drawn or issued on the Debtors' bank accounts, as may be necessary), and are authorized to rely on the Debtors' directions or representations as to which checks, drafts, transfers, or other forms of payment drawn or issued on the Debtors' bank accounts are subject to this Order; *provided* that sufficient funds are on deposit in the applicable bank accounts to cover such payments, and any such banks and financial institutions shall not have any liability to any party for relying on such directions or representations by the Debtors as provided in this Order.

7. The Debtors shall maintain a matrix/schedule of payments made pursuant to this Order, including the following information: (a) the names of the payee; (b) the date and amount of the payment; (c) the category or type of payment, as further described and classified in the Motion; and (d) the Debtor or Debtors that made the payment. On the last business day of each month and ending upon entry of an order confirming a plan or dismissing or converting the Chapter 11 Cases, the Debtors shall provide a copy of such matrix/schedule to the U.S. Trustee, counsel to the Ad Hoc Group and Backstop Parties, and any statutory committee appointed in the Chapter 11 Cases covering all payments made pursuant to this Order during the prior month.

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<sup>3</sup> The DIP Term Sheet is attached as Exhibit 1 to the Interim Order of the *Emergency Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Postpetition Financing and Use of Collateral and (II) Granting Related Relief*, filed contemporaneously herewith.

8. Nothing in the Motion or this Order, or any payment made pursuant to this Order, is intended to be or shall be deemed as (a) an implication or admission as to the amount of, basis for, or validity of any claim against the Debtors; (b) a waiver or limitation of the Debtors' or any other party in interest's right to dispute the amount of, basis for, or validity of any claim; (c) a waiver of the Debtors' or any other party in interest's rights under the Bankruptcy Code or any other applicable non-bankruptcy law; (d) a waiver of the obligation of any party in interest to file a proof of claim; (e) a promise or requirement to pay any particular claim; (f) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law; (g) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; (h) an admission that any lien satisfied pursuant to the Motion is valid (and all rights to contest the extent, validity, or perfection or seek avoidance of all such liens are expressly reserved); or (i) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code. Any payment made pursuant to this Order is not intended to be and should not be construed as an admission to the validity of any claim or waiver of the Debtors' or any other party in interest's rights to dispute such claim subsequently.

9. Nothing in this Order shall be construed to (a) create or perfect, in favor of any person or entity, any interest in cash of a Debtor that did not exist as of the Petition Date or (b) alter or impair any security interest or perfection thereof, in favor of any person or entity, that existed as of the Petition Date.

10. Nothing in this Order, nor as a result of any payment made pursuant to this Order, shall be deemed or construed as a waiver of the right of Debtors, or shall impair the ability of Debtors, to contest the validity and amount of any payment made pursuant to this Order.

11. Nothing in this Order shall create, nor is intended to create, any rights in favor of or enhance the status of any claim held by any party.

12. Nothing in the Motion or this Order waives or modifies the requirements of the Transaction Support Agreement, including, without limitation, the consent and consultation rights contained therein.

13. The requirements set forth in Bankruptcy Rule 6004(a), to the extent applicable, are hereby waived.

14. Notice of the Motion is adequate under Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules.

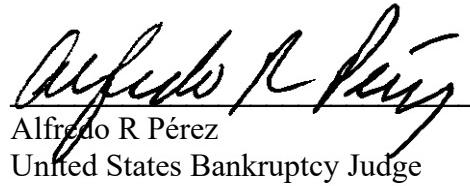
15. Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this Order shall be effective and enforceable immediately upon entry hereof.

16. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied because the relief set forth in this Order is necessary to avoid immediate and irreparable harm.

17. The Debtors are further authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order.

18. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Signed: July 15, 2025



Alfredo R Pérez  
United States Bankruptcy Judge

**Exhibit A****Taxing and Regulatory Authorities List**

<b>Taxing Authority</b>	<b>Tax Type</b>	<b>Address</b>
City of Kennewick	Gaming Tax	210 W Sixth Ave, Kennewick, WA-99336-0108
City of Mountlake Terrace	Gaming Tax	PO BOX 3694, Seattle, WA, 98124
City of Pasco	Gaming Tax	525 N 3rd Ave., P.O. Box 293, Pasco, WA, 99301-0293
Snohomish County Treasurer	Gaming Tax	3000 Rockefeller Ave, M/S501, Everett, WA, 98201-4056
City of SeaTac	Gaming Tax	4800 S. 188 <sup>th</sup> Street, SeaTac, WA, 98188
City of Tukwila	Gaming Tax	6200 Southcenter Blvd, Tukwila, WA, 98188
City of Lakewood	Gaming Tax	6000 Main Street SW, ATTN: Finance, Lakewood, WA, 98499
City of Yakima	Gaming Tax	P.O. Box 22720, Yakima, WA, 98907-2720
City of Kirkland	Gaming Tax	123 Fifth Avenue, Kirkland, WA, 98033
City of Shoreline	Gaming Tax	PO Box 84226, Seattle, WA, 98124-5526
Kitsap County Auditor	Gaming Tax	614 Division St, MS-32, Port Orchard, WA, 98366
Colorado Department of Gaming	Gaming Tax	1707 Cole Blvd #300, Lakewood, CO, 80401
Nevada Gaming Control Board	Gaming Tax	555 Washington Ave Suite 2600, Las Vegas, 89101
City of Central	Sales and Use Tax	PO Box 249, Central City, CO, 80427
City of West Wendover	Gaming Tax	PO BOX 2825, West Wendover, NV, 89883
City of Elko	Gaming Tax	571 Idaho St. Suite 101, Elko, NV, 89801
Benton County	Gaming Tax	Tax Processing Center, 5600 W Canal Dr. Ste. A, Kennewick, WA, 99336-2327
Snohomish County	Property Tax	3000 Rockefeller Ave, M/S501, Everett, WA, 98201-4056
Franklin County	Property Tax	P.O. Box 1011, Pasco, WA, 99301-1011

Taxing Authority	Tax Type	Address
King County	Property Tax	201 S Jackson St #710, Seattle, WA, 98104
Pierce County	Property Tax	PO Box 11620, Tacoma, WA, 98411-6620
Yakima County	Property Tax	PO BOX 22530, Yakima, WA, 98907
Kitsap County	Property Tax	614 Division St, MS-32, Port Orchard, WA, 98366
Tooele County Treasurer	Property Tax	47 South Main Street, Tooele, UT, 84074
Elko County	Property Tax	571 Idaho St. Suite 101, Elko, NV, 89801
Gilpin County	Property Tax	203 Eureka Street, PO Box 429, Central City, CO, 80427
Internal Revenue Service	Income Tax	P.O. Box 7346 Philadelphia, PA 19101-7346
Department of Revenue Nevada	Sales and Use Tax	1550 College Parkway Suite 115, Carson City, Nevada 89706
Department of Revenue Washington	Sales and Use Tax	PO Box 9034, Olympia, WA, 98507-9034
Department of Revenue Colorado	Sales and Use Tax	275 S Main St, Longmont, CO 80501
Department of Revenue Illinois	Sales and Use Tax	9511 Harrison St, Des Plaines, IL 60016